



AMERICAN RAIL BOX CAR COMPANY
300 South Wacker Drive
Chicago, Illinois 60606
(312) 786-1200

RECORDATION NO. 9768B Filed 1425

JAN 11 1979 - 11 32 AM

INTERSTATE COMMERCE COMMISSION

JAN 11 11 25 AM '79
I.C.C.
FEE OPERATION BR.

No. 9-C11A-32

JAN 11 1979

Date

Fee \$10.00

ICC Washington, D. C.

Mr. Robert L. Oswald
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

Will you please record as provided in the Interstate Commerce Act, 49 U.S.C. § 11303, the Manufacturing Agreement Supplement No. 2, dated as of January 9, 1979, between Pullman Standard and American Rail Box Car Company. Five (5) counterpart originals of the Manufacturing Agreement Supplement No. 2, are enclosed with this letter of transmittal together with a check in the amount of \$10.00.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4(b) - The names and addresses of the parties to the transaction:

Manufacturer: Pullman Incorporated
Pullman Standard Division
200 South Michigan Avenue
Chicago, Illinois 60604

Company: American Rail Box Car Company
300 South Wacker Drive
Chicago, Illinois 60606

1116.4(c) - General description of the equipment:

Type	AAR Mechanical Designation	Units	Marked*	Numbered
50'6", 70-ton capacity, general service boxcars	XM	454	RBOX	31400-31853

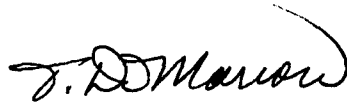
All units will have marked on each side thereof the following legend:

"OWNERSHIP SUBJECT TO A SECURITY AGREEMENT FILED WITH THE INTERSTATE COMMERCE COMMISSION."

Mr. Robert L. Oswald
November 30, 1978
Page Two

- 1116.4(e) - Prior recordations relating to this Supplement No. 2 were made on October 16, 1978 at 10:35 a.m., recordation number 9768 and on December 5, 1978 at 11:00 a.m., recordation number 9768-A.
- 1116.4(f) - Five (5) counterpart originals of the Manufacturing Agreement Supplement No. 2, being recorded should be returned to the undersigned at the above address.

Very truly yours,

A handwritten signature in dark ink, appearing to read "T. D. Marion". The signature is fluid and cursive, with a large loop at the end.

T. D. Marion
Assistant Treasurer

TDM:ph

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

1/11/79

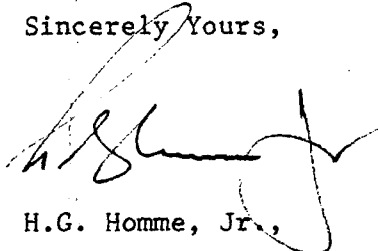
OFFICE OF THE SECRETARY

T.D. Marion
American Rail Box Company
300 South Wacker Drive
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 1/11/79 at 11:50am and assigned recordation number(s) 9768-B & 9219-A

Sincerely Yours,


H.G. Homme, Jr.,
Secretary

Enclosure(s)

SE-30-T
(2/78)

1)
RECORDATION NO. 9768-B Filed 1425

JAN 11 1979 - 11 22 AM

INTERSTATE COMMERCE COMMISSION

MANUFACTURING AGREEMENT SUPPLEMENT NO. 2

dated as of January 9, 1979, between PULLMAN INCORPORATED
(Pullman Standard Division) (hereinafter called the Manufacturer)
and AMERICAN RAIL BOX CAR COMPANY (hereinafter called the Company).

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of October 5, 1978, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on October 16, 1978, at 10:35 a.m., recordation number 9768, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3 and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

PULLMAN INCORPORATED
(Pullman Standard Division)

By

E. J. Morgan
Vice President ~~Freight Unit~~

(CORPORATE SEAL)

ATTEST:

William O. O'Leary
Assistant Secretary

AMERICAN RAIL BOX CAR COMPANY

By

R. E. J. J. J. J.
Treasurer

(CORPORATE SEAL)

ATTEST:

T. D. Marion
Assistant Secretary

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 10th day of *January* 1979 before me personally appeared *E. T. AMQUIST*, to me personally known, who being by me duly sworn, says that he is a Vice President of PULLMAN INCORPORATED (Pullman Standard Division), that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Juice K. Rextus
Notary Public

(NOTARIAL SEAL)

My Commission expires: *8-8-79*

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 9th day of *January*, 1979, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the Treasurer of AMERICAN RAIL BOX CAR COMPANY; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Margaret R. Golz
Notary Public

(NOTARIAL SEAL)

My Commission expires:

My Commission Expires July 7, 1982

ANNEX A

PULLMAN INCORPORATED (Pullman Standard Division)
(Manufacturer)

AMERICAN RAIL BOX CAR COMPANY
(Company)

Item 1:

Type	Quantity	Company's Car Numbers (Inclusive)	Unit Base Price	Base Price	Month of Delivery	Specification (Contract Number)
50'6", 70-ton capacity, general service boxcars.	454	31400 - 31853	\$31,565	\$14,330,510	Jan-Feb '79	#68-43-060774 B-2078-P

Item 2: July 9, 1979

Item 3: July 9, 1979

Item 4: 200 South Michigan Avenue, Chicago, Illinois 60604